

THE CITY OF WARWICK

STATE OF RHODE ISLAND

RESOLUTION OF THE CITY COUNCIL

NO..... DATE.....

APPROVED.....MAYOR

RESOLUTION AUTHORIZING THE CITY OF WARWICK TO ISSUE NOT TO EXCEED \$26,960,000 GENERAL OBLIGATION BONDS, NOTES AND OTHER EVIDENCES OF INDEBTEDNESS TO FINANCE THE CONSTRUCTION, RENOVATION, IMPROVEMENT, ALTERATION, REPAIR, FURNISHING AND EQUIPPING OF SCHOOLS AND SCHOOL FACILITIES THROUGHOUT THE CITY AND ALL ATTENDANT EXPENSES INCLUDING, BUT NOT LIMITED TO, ENGINEERING AND ARCHITECTURAL COSTS, SUBJECT TO APPROVAL OF STATE HOUSING AID AT A REIMBURSEMENT RATE OR STATE SHARE RATIO OF NOT LESS THAN 35% AT THE TIME OF ISSUANCE

RESOLVED:

SECTION 1. Pursuant to Chapter 124/142 of the Acts and Resolves of Rhode Island of 2018 and a vote of the electors of the City of Warwick (the "City") on November 6, 2018, authorizing \$40,000,000 in bonds for the purpose of financing the construction, renovation, improvement, alteration, repair, furnishing and equipping of schools and school facilities throughout the City, and all attendant expenses including, but not limited to, engineering and architectural costs (the "Project"), the amount of \$26,960,000, plus original issue premium, is appropriated. This amount is in addition to the \$6,185,000 approved by the City Council on March 4, 2019 pursuant to Resolution PCR-35-19 and the \$6,855,000 approved by the City Council on December 16, 2019 pursuant to Resolution PCR-186-19 of the \$40,000,000 bonds approved by the electors for the Project.

SECTION 2. In order to meet the foregoing appropriation, the Mayor and the City Treasurer be and hereby are authorized to issue on behalf of the City, an amount not exceeding \$26,960,000 bonds of the City, at one time, or from time to time.

SECTION 3. The said officers from time to time may issue and refund not exceeding \$26,960,000 interest bearing or discounted notes in anticipation of the issue of said bonds or in anticipation of the receipt of federal or state aid for the purpose specified in Section 1 hereof.

SECTION 4. The manner of sale, amount, denominations, maturities, conversion or registration privileges, interest rates, medium of payment, and other terms, conditions and details of the bonds or notes may be fixed by the officers authorized to sign the bonds or notes. The City may enter into a financing and/or other agreements with the Rhode Island Health and Educational Building Corporation pursuant to Title 45, Chapter 38.1 of the General Laws.

SECTION 5. The said officers from time to time may apply for, contract for and expend any federal or state advances or other grants or assistance which may be available for the purposes specified in Section 1 hereof.

SECTION 6. Pending the issuance of the bonds under Section 2 hereof or pending or in lieu of the issue of notes under Section 3 hereof, the City Treasurer or the School Department Director of Business Affairs may expend funds from the general treasury of the City or the School Department's general fund, respectively, to pay for capital expenditures in connection with the Project (the "Reimbursement Expenditures"). Any advances made under this Section shall be repaid without interest from the proceeds of the bonds or notes issued hereunder or from the proceeds of applicable federal or state assistance or from other available funds.

SECTION 7. The Mayor and the City Treasurer are also authorized, empowered and directed, on behalf of the City, to: (i) execute, acknowledge and deliver any and all other documents, certificates or instruments necessary to effectuate such borrowing, including, without limitation, a Preliminary Official Statement, all in such form and with such provisions as such officer shall deem advisable; (ii) amend, modify or supplement the bonds or notes any and all other documents, certificates or instruments at any time and from time to time, in such manner and for such purposes as such officers shall deem necessary, desirable or advisable; and (iii) do and perform all such other acts and things deemed by such officers to be necessary, desirable or advisable with respect to any matters contemplated by this resolution in order to effectuate said borrowing and the intent hereof.

SECTION 8. The Mayor and the City Treasurer be, and hereby are, authorized to deliver the bonds or notes to the purchasers and said officers be, and hereby are, authorized and instructed to take all actions, on behalf of the City, necessary to ensure that interest on the bonds or notes will be excludable from gross income for federal income tax purposes and to refrain from all actions which would cause interest on the bonds or notes to become subject to federal income taxes.

SECTION 9. The declaration of official intent to reimburse the City for any Reimbursement Expenditures, as set forth in the City Council Resolution approved on February 5, 2018, is incorporated by reference in this Resolution.

SECTION 10. The Mayor and the City Treasurer are authorized to take all actions necessary to comply with federal tax and securities laws including Rule 15c2-12 of the Securities and Exchange Commission (the "Rule") and to execute and deliver a Continuing Disclosure Certificate in connection with the Bonds in the form as shall be deemed advisable by the Mayor and the City Treasurer in order to comply with the Rule. The City hereby covenants and agrees that it will comply with and carry out all of the provisions of the Continuing Disclosure Certificate, as it may be amended from time to time. Notwithstanding any other provision of this Resolution or the Bonds, failure of the City to comply with the Continuing Disclosure Certificate shall not be considered an event of default; however, any bondholder may take such actions as may be necessary and appropriate,

including seeking mandate or specific performance by court order, to cause the City to comply with its obligations under this Section and under the Continuing Disclosure Certificate.

SECTION 11. This resolution shall take effect upon passage.

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| SPONSOR: | COUNCIL PRESIDENT MCALLISTER ON BEHALF OF MAYOR PICOZZI |
| CO-SPONSORS: | COUNCILMAN FOLEY COUNCILMAN HOWE COUNCILMAN MCELROY COUNCILWOMAN TRAVIS COUNCILMAN SINAPI |
| COMMITTEE: | FINANCE |